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February 5, 1998

EX PARTE OR LATE FILED

Hon. Magalie Roman Salas
Secretary
Federal Communications Commission
1919 M Street N.W., Suite 222
Washington, D.C. 20554

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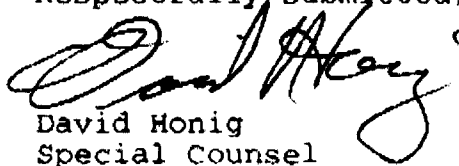
Dear Ms. Salas:

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

RE: Applications of WorldCom, Inc. and MCI Communications
Corporation for Transfer of Control of MCI Communications
Corporation to WorldCom, Inc., CC Docket No. 97-211

On February 2, 1998, the attached ex parte letter was sent to the
Commission. We inadvertently omitted to serve the parties, and
thus we are refileing the letter today.

Respectfully submitted,


David Honig
Special Counsel

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Attachment

cc: Hon. William Kennard
Hon. Susan Ness
Hon. Harold Furtchgott-Roth
Hon. Michael Powell
Hon. Gloria Tristani
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Executive Committee



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February 2, 1998

Hon. William Kennard
Chairman
Federal Communications Commission
1919 M Street N.W.
Washington, D.C. 20554

Dear Chairman Kennard:

Last week, in his State of the Union address, President Clinton challenged all Americans to "widen the circle of opportunity" and "deepen the meaning of our freedom" as we enter the Information Age. "We should enable all the world's people to explore the far reaches of cyberspace," said the President.

We agree with the President, and expect that you do too. But we are concerned, Mr. Chairman, that the President's vision may be short-lived if the Commission permits WorldCom, Inc. to merge with MCI Communications Corporation as currently proposed.

The proposed WorldCom/MCI merger is the worst case yet presented of an anticompetitive telecom merger. The merger would deprive millions of Americans of an independent and rapidly growing long distance service provider, and substantially increase the concentration of control in the long distance industry. We are also concerned that the gateways to the far reaches of cyberspace may be controlled by one giant company, and that the opportunity and freedom which characterize the Internet may be subordinated to one company's private economic agenda.

We are also concerned, Mr. Chairman, that the merger would make America's information economy less open and diverse in other ways.

Hon. William Kennard
February 2, 1998
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For example, a merged MCI/WorldCom can be expected to downsize its workforce, bringing pain to thousands of families across the land. And though an MCI/WorldCom would be a telecom giant with huge resources, neither WorldCom nor MCI has made any specific commitments to train and upgrade the skills of the workers who may keep their jobs, or to reach out to minorities and women to insure that they receive a fair share of professional opportunities and contracts.

Moreover, WorldCom has submitted no plans to protect against redlining in the provision of local residential service, aggressively compete for long distance residential customers of all races and income levels, ensure equal employment opportunity and minority entrepreneurship opportunities, or integrate the WorldCom Board of fifteen white males -- the only one-race, one-gender board of any major telecom company.

For these and many other reasons, Mr. Chairman, there should be no rush to judgment regarding the WorldCom/MCI merger.

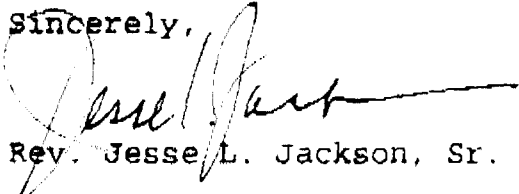
The law requires and the public interest demands that the FCC and the Justice Department carry out a full and complete investigation of the alleged benefits of this merger.

Given the profound scope and reach of this unprecedented transaction -- the largest in human history -- it is unthinkable that the Commission would not hold a public hearing on the merits, if any, of the merger.

If the Commission does not dismiss the application outright -- as we have urged it to do -- the Commission should demand that WorldCom provide a detailed showing of how the merger will affect prices, consumer choices and competition for residential, small business and inner city consumers; equal employment opportunity; and minority entrepreneurship.

Finally, the Commission should require MCI and WorldCom to produce the Hart/Scott/Rodino documents already provided to the Department of Justice. The Commission should allow the public a reasonable period of time to comment on these and other documents and on the new material in the MCI and WorldCom opposition to the various petitions to deny.

Sincerely,



Rev. Jesse L. Jackson, Sr.

cc: Hon. Susan Ness
Hon. Harold Furchtgott-Roth
Hon. Michael Powell
Hon. Gloria Tristani

All Parties (as refiled 2/5/98)

JLJ/dh